REGISTERED COMPANY NUMBER: 03040336 (England and Wales)
REGISTERED CHARITY NUMBER: 1046614

REPORT OF THE TRUSTEES AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2013 FOR LLANGOLLEN RAILWAY TRUST LIMITED

THURSDAY

A13

17/04/2014 COMPANIES HOUSE #365

M. D. Coxey and Co. Limited Chartered Accountants 25 Grosvenor Road Wrexham LL11 1BT

CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2013

•	Page
Report of the Trustees	1 to 3
Independent Examiner's Report	4
Statement of Financial Activities	5
Balance Sheet	6 to 7
Notes to the Financial Statements	8 to 13

REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31ST DECEMBER 2013

The trustees who are also directors of the charity for the purpose of the companies Act 2006, present their report with the financial statements of the charity for the year ended 31st December 2013.

This report has been prepared in accordance with the small company regime of the Companies Act 2006. The trustees have adopted the provisions of the Statement of Recommended Practice (SORP) Accounting and reporting by Charities 2011. The trustees have complied with the duty in section 17(5) of the 2011 Charities Act.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number

03040336 (England and Wales)

Registered Charity number

1046614

Registered office

The Station Abbey Road Llangollen Denbighshire **LL20 8SN**

Trustees

W N Evans

P H Freeth - appointed 3.11.13 P H Freeth - resigned 6.4.13

J A Ritchie E A Harland

P D Lund

DJG Rowe - resigned 10.4.13 P K Evans - appointed 3.11.13 G J Hoyland - appointed 3.11.13

Company Secretary

Independent examiner

P W McVeigh F.C.A. **Chartered Accountant** M. D. Coxey and Co. Limited **Chartered Accountants** 25 Grosvenor Road Wrexham LL11 1BT

Bankers

National Westminster Bank Plc 38 Castle street Llangollen Denbigshire **LL20 8NH**

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

Llangollen Railway Trust Limited is a company limited by guarantee governed by its Memorandum and Articles of Association dated 6th March 1995. It is registered as a charity with the Charity Commission, number 1046614. Anyone over the age of 18 can become a member of the company. Each member agrees to contribute £1 in the event of the charity being wound up.

REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31ST DECEMBER 2013

STRUCTURE, GOVERNANCE AND MANAGEMENT

Appointment of new trustees

As set out in the Articles of Association one third of the directors retire by rotation, and shall if they so wish offer themselves for re-election. The trustees have the power to co-opt such trustee as they see fit, such trustees co-opted shall be appointed until the following AGM, where they may stand for reappointment.

Induction and training of new trustees

New trustees undergo a training process to explain to them their statutory obligations under charity and company law, the Memorandum and Articles of Association, the organisational structure and decision making process. Trustees are encouraged to attend suitable external events, where these will enhance the substance and quality of their role. All trustees, both existing and newly appointed, are required to confirm that they have read and understood, the Charity Commission booklet CC3A, "The essential trustee" and CC3 "The essential trustee, what you need to know".

Organisational structure

The board of trustees, which shall number a minimum of four with no maximum numbers, administers the charity, the board meets between six and ten times a year.

Public benefit statement

The railway has a very high profile both locally and nationally and its interaction with the public is crucial.

The public benefit in many ways by the railway's presence both as a leisure and educational experience.

The line first opened in the 1800's and is operated on 21st century standards in a way that in addition to being educational allows a fun and safe experience, knowing that participation is helping to preserve real history for the future.

The railway is open to all either on a visitor level or as an opportunity to volunteer as a working member. "Everyone is welcome" has always been a cornerstone of the railway's philosophy and since restoration started over thirty years ago, it has provided life-enhancing and life-changing experience for innumerable people both nationally and internationally.

The railway also has a significant effect on the local economy both in employment it provides and also the number of visitors it attracts to Llangollen and beyond.

Related parties

The charity has a 25.9% holding in Llangollen Railway Plc and is the holding company of Llangollen and Corwen Railway (Trading) Limited.

All three companies have a degree of common stewardship and are all professionally involved in the promotion of the railway with their members, the general public and local government.

Risk management

The trustees have a risk management strategy which comprises a formal review of the risks faced and the development and implementation of procedures designed to mitigate the effects of those risks should they materialise. A formal review of the risks facing the charity is undertaken annually.

OBJECTIVES AND ACTIVITIES -

Objectives and aims

The objectives of the charity are to support the restoration and preservation of the Llangollen Railway for the benefit of the public.

The main objectives for the year continue to be:-

- The management, maintenance and restoration of a heritage railway.
- The development of the line towards Corwen.
- The production of Steam at Llangollen, the in house magazine of the railway.
- The encouragement of volunteer activity in support of the above aims.

REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31ST DECEMBER 2013

ACHIEVEMENT AND PERFORMANCE

Charitable activities

We have made great progress with extending the line towards Corwen and we are nearly there. Further progress is now dependent upon additional fundraising however. We have been able to run some passenger trains to Bonwm at special events which stokes the anticipation for 2014 and beyond. We continue to be grateful to the volunteers, also with the assistance of paid staff of the PLC, for the clearing of vegetation, fencing, digging of culverts and tracklaying.

Many members of the Trust, shareholders of Llangollen Railway PLC, and visitors to the Railway from near and far have contributed to fundraising efforts. We have had good support too from local people and businesses in Llangollen, Corwen and the local area generally. We are grateful to all. However, we still need to raise further monies to complete the works required to get us to Corwen.

In terms of normal activities, we continue to receive very useful hire income for Jennifer and Austin 1, and the Berwyn station house continues to enjoy a good level of holiday bookings.

The trustees are also pleased to report that volunteer retention and recruitment held up well, and that our quarterly magazine "Steam at Llangollen" was produced and distributed on time to all members.

Investment performance

The Trustees consider the performance of Llangollen Railway Plc and Llangollen & Corwen Railway (Trading) Limited in the year ended 31st December 2013 to be satisfactory.

FINANCIAL REVIEW

Reserves policy

The trustees have established the level of reserves (that is those funds that are freely available) that the charity ought to have. Reserves are needed to bridge funding gaps and also cater for unforeseen events, and special projects arising. The trustees consider that the minimum level of reserves to be held is £65,000.

The trustees review the minimum level of reserves needed on a regular basis.

Investment policy and objectives

Where surplus funds arise these are invested in short term interest bearing deposit accounts.

The investments held by the trust are not for profitable returns.

FUTURE DEVELOPMENTS

Efforts will be focused on the works necessary to lay the track for the extension to Corwen, do the associated fencing etc and build the new temporary station at Corwen.

The trustees as always are keen to extend the membership of the Trust and hence the volunteer base. The trustees will continue to promote volunteer recruitment across the whole spectrum of society, and are keen that the volunteer base reflects this.

The report has been

ON BEHALF OF THE BOARD:

P D Lund - Trustee

14th March 2014

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF LLANGOLLEN RAILWAY TRUST LIMITED

I report on the accounts for the year ended 31st December 2013 set out on pages five to thirteen.

Respective responsibilities of trustees and examiner

The charity's trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the accounts. The charity's trustees consider that an audit is not required for this year (under Section 144(2) of the Charities Act 2011 (the 2011 Act)) and that an independent examination is required.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the accounts under Section 145 of the 2011 Act
- to follow the procedures laid down in the General Directions given by the Charity Commission (under Section 145(5)(b) of the 2011 Act); and
- to state whether particular matters have come to my attention.

Basis of the independent examiner's report

My examination was carried out in accordance with the General Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statements below.

Independent examiner's statement

In connection with my examination, no matter has come to my attention:

- (1) which gives me reasonable cause to believe that, in any material respect, the requirements
 - to keep accounting records in accordance with Section 386 and 387 of the Companies Act 2006; and
 - to prepare accounts which accord with the accounting records, comply with the accounting requirements of Sections 394 and 395 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities

have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.

P W McVeigh F.C.A. Chartered Accountant M. D. Coxey and Co. Limited Chartered Accountants 25 Grosvenor Road Wrexham LL11 1BT

Date: 14th March 2014

STATEMENT OF FINANCIAL ACTIVITIES FOR THE YEAR ENDED 31ST DECEMBER 2013

	Not	Unrestricted fund	Restricted	Total funds	Total funds
	Not	fund	£1		
	Not		fund		
	1101	£	£	£	£
	es				
INCOMING RESOURCES					
Incoming resources from generated funds					
Donations and grants	2	10,026	107,266	117,292	203,883
Activities for generating funds	3	59,366	-	59,366	79,841
Investment income	4	73	-	73	19
Total incoming resources		69,465	107,266	176,731	283,743
RESOURCES EXPENDED					
Costs of generating funds					
Commercial trading operations		19,995	-	19,995	14,357
Charitable activities		,		,	•
General costs		1,870	-	1,870	2,306
Property costs		45,526	13,738	59,264	50,632
Governance costs		21,445		21,445	16,105
					
Total resources expended		88,836	13,738	102,574	83,400
NET INCOMING/(OUTGOING)					
RESOURCES BEFORE TRANSFERS		(19,371)	93,528	74,157	200,343
Gross transfers between funds	12	65,557	(65,557)		
Net incoming/(outgoing) resources		46,186	27,971	74,157	200,343
RECONCILIATION OF FUNDS					•
Total funds brought forward		486,545	1,381,891	1,868,436	1,668,093
TOTAL FUNDS CARRIED FORWARD		532,731	1,409,862	1,942,593	1,868,436

BALANCE SHEET AT 31ST DECEMBER 2013

		Unrestricted	Restricted	31.12.13 Total funds	31.12.12 Total funds
		fund	fund	i otai Tulius	Total Tulius
	Not	£	£	£	£
	es				
FIXED ASSETS					
Tangible assets	7	432,151	1,277,194	1,709,345	1,723,483
Investments	8	159,406	106,024	265,430	265,430
		591,557	1,383,218	1,974,775	1,988,913
CURRENT ASSETS					
Debtors	9	11,009	26,644	37,653	23,383
Cash at bank and in hand		76,535		76,535	95,563
		87,544	26,644	114,188	118,946
···					n
CREDITORS					
Amounts falling due within one year	10	(146,370)	-	(146,370)	(239,423).
					
NET CURRENT ASSETS/(LIABILITIES)		(58,826)	26,644	(32,182)	(120,477)
TOTAL ACCEPTS A POS CAMPARATE					
TOTAL ASSETS LESS CURRENT LIABILITIES		532,731	1,409,862	1,942,593	1,868,436
					 ·
NET ASSETS		532,731	1,409,862	1,942,593	1,868,436
FUNDS	12				
Unrestricted funds	14			532,731	486,545
Restricted funds				1,409,862	1,381,891
TOTAL FUNDS				1,942,593	1,868,436

BALANCE SHEET - CONTINUED AT 31ST DECEMBER 2013

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31st December 2013.

The members have not required the charitable company to obtain an audit of its financial statements for the year ended 31st December 2013 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for:

- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small charitable companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved by the Board of Trustees on 14th March 2014 and were signed on its behalf by:

P D Lund -Trustee

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2013

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention, with the exception of investments which are included at market value, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008), the Companies Act 2006 and the requirements of the Statement of Recommended Practice, Accounting and Reporting by Charities.

Preparation of consolidated financial statements

The financial statements contain information about Llangollen Railway Trust Limited as an individual charity and do not contain consolidated financial information as the parent of a group. The charity has taken the option under Section 398 of the Companies Act 2006 not to prepare consolidated financial statements.

Incoming resources

Voluntary income including donations, gifts and legacies and grants that provide core funding or are of a general nature are recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability. Such income is only deferred when:

- The donor specified that the grant or donation must only be used in future accounting periods; or
- The donor has imposed conditions, which must be met before the charity has unconditional entitlement.

Income from commercial trading activities is recognised as earned as the related goods and services are provided. The amount is stated after trade discounts and other sales taxes.

Investment income is recognised on a receivable basis.

All incoming resources are included on the Statement of Financial Activities when the charity is legally entitled to the income and the amount can be quantified with reasonable accuracy.

Resources expended

Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Where expenses have been incurred but matched government funding has not been received the expenses are to be deferred until the matched funding has been received.

Cost of generating funds

Costs of generating funds comprise those costs directly attributable to the commercial activities of the Trust.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Land, Buildings and Improvements

- The length of the lease

Plant and machinery

- 10% on cost

The vintage locomotives are not depreciated.

Expenditure of a capital nature is recognised as an addition to fixed assets. All fixed assets are stated at cost.

Taxation

The charity is exempt from corporation tax on its charitable activities.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 31ST DECEMBER 2013

1. ACCOUNTING POLICIES - continued

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND GRANTS

	31.12.13	31.12.12
	£	£
Donations	114,684	62,228
Gift aid	2,608	7,910
Welsh Assembly Grant		133,745
	117,292	203,883

Llangollen Railway Trust Limited anticipate that during the year ended 2014 they will received a large legacy. The legacy is expected to be in the sum of £150,000.

Grants received, included in the above, are as follows:	•	
	31.12.13	31.12.12
	£	£
Other grants		133,745

3. ACTIVITIES FOR GENERATING FUNDS

	31.12.13	31.12.12
	£	£
Subscriptions	27,345	27,782
Magazines, raffles & Locomotive hire	10,479	29,090
Holiday letting income	21,542	22,969
	59,366	79,841

4. INVESTMENT INCOME

	31.12.13	31.12.12
Bank interest	43	19
Interest received on gift aid payments	30	
•	<u>73</u>	19

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 31ST DECEMBER 2013

5. NET INCOMING/(OUTGOING) RESOURCES

Net resources are stated after charging/(crediting):

	31.12.13	31.12.12
	£	£
Depreciation - owned assets	38,033	44,128
Independent examiner fees	2,020	1,910

6. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31st December 2013 nor for the year ended 31st December 2012.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31st December 2013 nor for the year ended 31st December 2012.

7. TANGIBLE FIXED ASSETS

	Land, Buildings and Improvements £	Plant and machinery £	Totals £
COST	2	~	*
At 1st January 2013	1,747,847	284,019	2,031,866
Additions	66,532	-	66,532
Disposals	(42,637)	-	(42,637)
At 31st December 2013	1,771,742	284,019	2,055,761
DEPRECIATION			
At 1st January 2013	221,798	86,585	308,383
Charge for year	35,226	2,807	38,033
At 31st December 2013	257,024	89,392	346,416
NET BOOK VALUE			:
At 31st December 2013	1,514,718	194,627	1,709,345
At 31st December 2012	1,526,049	197,434	1,723,483

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 31ST DECEMBER 2013

8. **FIXED ASSET INVESTMENTS**

	Shares in group undertakings £	Unlisted investments £	Totals £
MARKET VALUE At 1st January 2013 and 31st December 2013	159,406	106,024	265,430
·	133,100	100,021	200,130
NET BOOK VALUE			
At 31st December 2013	<u>159,406</u>	106,024	265,430
At 31st December 2012	159,406	106,024	265,430

There were no investment assets outside the UK.

The company's investments at the balance sheet date in the share capital of companies include the following:

Subsidiary

Llangollen & Corwen Railway (Trading) Limited: Nature of business: Hire of locomotives

Class of share: Ordinary	holding 100		
	 ,	31.12.13	31.12.12
		£	£
Aggregate capital and reserves		2,507	3,495
(Loss)/profit for the year		(988)	334

%

Associated company

Llangollen Railway Plc:

Nature of business: Heritage steam railway

Class of share: Ordinary	holding 25		. •
		31.12.13	31.12.12
		£	£
Aggregate capital and reserves		596,840	545,904
Profit/ (loss) for the year		34,410	(86,346

In 2007 the Trust purchased £86,024 worth of shares in Great Western 3802 Ltd. Another £20,000 worth of shares were purchased in 2009. The total cost of the investment in Great Western 3802 Ltd at 31st December 2011 & 2012 was £106,024.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 31ST DECEMBER 2013

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	·			31.12.13	31.12.12
				£	£
	Trade debtors			2,016	10,968
	Amounts owed by group undertakings			1,722	-
	Due from Llangollen Railway plc			24,025	4 505
	VAT			7,063 208	4,505
	Prepayments and accrued income Gift aid			2,619	7,910
	Ont aid			2,019	7,510
				37,653	23,383
				<u> </u>	23,363 .
10.	CREDITORS: AMOUNTS FALLING DU	F WITHIN ON	F VFAD		•
10.	CREDITORS. AMOUNTS PALEING DO	E WITHIN ON	LILAK		
			•	31.12.13	31.12.12
				£	£
	Bank loans and overdrafts			-	28,521
	Trade creditors			38,797	85,961
	Amounts owed to group undertakings			105,278	118,409
	Accruals and deferred income	,		2,295	6,532
			·	146,370	239,423
	·				
11.	SECURED DEBTS				
	The following secured debts are included wit	hin oraditors:			
	The following secured debts are included with	min creditors.			
				31.12.13	31.12.12
	•			£	£
	Bank loans				28,521
10	MONDRATING IN CHINDS				•
12.	MOVEMENT IN FUNDS				•
			Net movement	Transfers	
		At 1.1.13		between funds	At 31.12.13
		£	£	£	£
	Unrestricted funds				
	General fund	486,545	(19,371)	65,557	532,731
	Restricted funds				
	Restricted funds	1,381,891	93,528	(65,557)	1,409,862
	restricted fulles .	1,501,051	73,320	(03,337)	1,402,002
	√				
	TOTAL FUNDS	1,868,436	74,157		1,942,593

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 31ST DECEMBER 2013

12. MOVEMENT IN FUNDS - continued

Net movement in funds, included in the above are as follows:

	Incoming resources	Resources expended £	Movement in funds
Unrestricted funds General fund	69,465	(88,836)	(19,371)
Restricted funds Restricted funds	107,266	(13,738)	93,528
TOTAL FUNDS	176,731	(102,574)	74,157

13. RELATED PARTY DISCLOSURES

During the year ended 31st December 2013 the following transactions took place between Llangollen Railway plc, of which the Trust owns 25.9% of the share capital, and Llangollen and Corwen Railway (Trading) Limited, which is owned solely by the Trust.

As at 31st December 2013 the following balances were outstanding:

·			2013 £	2012 £
Sales Costs recharged Expenses Purchases			832 13,557 13,001	630 732 238 35,895
Llangollen Railway plc Llangollen and Corwen Railway (Trading) Limited	Debtors 2013 £ 24,025 1,722	Debtors 2012 £ - 1,722	Creditors 2013 £ 103,556	Creditors 2012 £ 120,130

Llangollen Railway Trust Limited leased the track bed to Llangollen Railway plc in the year. The charge made to Llangollen Railway plc for this privilege was £nil (2012:£nil).

Llangollen Railway plc is a guarantor for the Trust up to a liability in sum of £125,000.

Llangollen Railway Trust Limited received a donation from Llangollen Railway Plc in the sum of £24,025 (2012:£Nil)

14. GUARANTEES BY MEMBERS

The company is limited by guarantee. Each member has agreed to pay £1 in the event if the charity being wound up.